

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY
Caption in Compliance with D.N.J. LBR 9004-1

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*Counsel for Hilco Merchant Resources, LLC and
Gordon Brothers Retail Partners, LLC*

In re:

BED BATH & BEYOND INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 23-13359 (VFP)

(Joint Administration Requested)

**CERTIFICATION OF MARCY J. MCLAUGHLIN SMITH, ESQ.
IN SUPPORT OF APPLICATION FOR ADMISSION *PRO HAC VICE***

¹ The last four digits of Debtor Bed Bath & Beyond Inc.'s tax identification number are 0488. A complete list of the Debtors in these Chapter 11 Cases and each such Debtor's tax identification number may be obtained on the website of the Debtors' proposed claims and noticing agent at <https://restructuring.ra.kroll.com/bbby>. The location of Debtor Bed Bath & Beyond Inc.'s principal place of business and the Debtors' service address in these Chapter 11 Cases is 650 Liberty Avenue, Union, New Jersey 07083.

Marcy J. McLaughlin Smith, of full age, does hereby certify as follows:

1. I am an attorney with the law firm of Troutman Pepper Hamilton Sanders LLP (“Troutman”).
2. I submit this Certification in support of the application by Hilco Merchant Resources, LLC (“Hilco”) and Gordon Brothers Retail Partners, LLC (“GBRP”) seeking to have me admitted *pro hac vice* in the above-captioned bankruptcy cases.
3. I am a member in good standing of the bars of the State of Delaware (admitted in 2015) and the Commonwealth of Pennsylvania (admitted in 2016). Further, I am a member in good standing in, and am admitted to practice before, the United States District Court for the District of Delaware (admitted in 2016) and the United States Court of Appeals for the Third Circuit (admitted in 2020).
4. I agree to associate in this matter with New Jersey counsel, Jessica D. Mikhailevich of Troutman, who is qualified to practice pursuant to Local Civil Rule 1:21-1.
5. No disciplinary proceedings are pending against me in any jurisdiction and no discipline has previously been imposed on me in any jurisdiction.
6. I agree to:
 - a. Abide by all New Jersey disciplinary rules;
 - b. Consent to the appointment of the Clerk of the Supreme Court as the agent upon whom service may be made for all actions against me or my firm that may arise out of my participation in this matter;
 - c. Notify the Court immediately of any matters affecting my standing at the Bar of any other Court;
 - d. Have all pleadings, briefs and other papers filed with the Court signed by an attorney of record authorized to practice in New Jersey; and
 - e. Comply with Local Civil Rule 1:20-l(b), Local Civil Rule 1:28-2 and Local Civil Rule 1:28B-l(e) during the period of my admission.

7. If admitted, I agree to pay such fees as shall have been prescribed by the Court.
8. I respectfully request that the Court grant Hilco and GBRP's application seeking my admission *pro hac vice* in this matter.

I certify that the foregoing statements made by me are true. I am aware that if any of the foregoing statements made by me are willfully false, I am subject to punishment.

Dated: April 24, 2023

/s/ Marcy J. McLaughlin Smith
Marcy J. McLaughlin Smith, Esq.